

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF PENNSYLVANIA**

DONNA HARRIS, derivatively on behalf of
Energy Transfer LP,

Plaintiff,

v.

KELCY L. WARREN, THOMAS E. LONG,
JOHN W. MCREYNOLDS, MARSHALL S.
MCCREA, III, MATTHEW S. RAMSEY,
STEVEN R. ANDERSON, RICHARD D.
BRANNON, RAY C. DAVIS, MICHAEL K.
GRIMM, RAY W. WASHBURN, AND LE
GP, LLC,

Defendants,

and

ENERGY TRANSFER LP,

Nominal Defendant.

Civil Action No. 2:20-cv-00364-GAM

STIPULATION AND ORDER

WHEREAS, on January 21, 2020, Plaintiff Donna Harris, derivatively and on behalf of Energy Transfer LP filed a Verified Unitholder Derivative Complaint (the “Complaint”) against Defendants Kelcy L. Warren, Thomas E. Long, John W. McReynolds, Marshall S. McCrea, III, Matthew S. Ramsey, Steven R. Anderson, Richard D. Brannon, Ray C. Davis, Michael K. Grimm, and Ray W. Washburne, (collectively, the “Individual Defendants”) and Defendant LE GP, LLC (“LE GP” or the “General Partner,” and together with the Individual Defendants, the “Defendants”) (the “Derivative Action”);

WHEREAS, there is currently pending in the United States District Court for the Eastern District of Pennsylvania a securities class action filed on January 10, 2020, styled *Allegheny County Employees' Retirement System v. Energy Transfer LP, et al.*, No. 2:20-cv-00200-GAM (E.D. Pa.) (the “Securities Action”);

WHEREAS, on June 15, 2020, an amended complaint was filed in the Securities Action;

WHEREAS, Defendants intend to file a motion to dismiss the amended complaint in the Securities Action on August 14, 2020;

WHEREAS, on May 4, 2020, the Court in this Derivative Action entered an order extending Plaintiff's time to file an amended complaint (the “Complaint”) and Defendants' time to respond to the Complaint;

WHEREAS, Plaintiff filed a Complaint (Dkt. No. 10) on July 15, 2020;

WHEREAS, the Securities Action and this Derivative Action contain overlapping allegations and name some of the same defendants;

WHEREAS, in light of the similarities between this Derivative Action and the earlier-filed Securities Action, and in light of the motion to dismiss that Defendants intend to file in the Securities Action, to conserve the parties' and judicial resources and to promote “the just, speedy, and inexpensive determination of [this] action,” Fed. R. Civ. P. 1, the parties to this Derivative Action (the “Parties”) agree that all proceedings and deadlines in this Derivative Action, including discovery and Defendants' obligation to move, answer, or respond to the Complaint, should be stayed pending resolution of the motion to dismiss the amended complaint in the Securities Action;

WHEREAS, the parties agree that this Stipulation is made in full reservation of and without waiver or prejudice of any rights, claims, objections, defenses, arguments, and motions whether in relation to the Complaint (or any subsequently filed complaint) or otherwise (including the right

to move for an additional stay after any expiration of the stay stipulated to herein), and whether procedural, substantive or otherwise, that any party may have.

IT IS HEREBY STIPULATED AND AGREED by the parties and their undersigned counsel as follows:

1. The Derivative Action shall be stayed until the entry of an order denying the motion to dismiss the amended complaint in the Securities Action, or a final order dismissing the Securities Action with prejudice, as the stay will promote the efficient and orderly administration of justice by coordinating the Derivative Action with the Securities Action;

2. Defendants shall promptly notify Plaintiff of any related derivative lawsuits that they become aware of;

3. The Parties agree that if the plaintiff in any related derivative lawsuit refuses to agree to a stay under similar terms (such that Defendants are required to file a responsive pleading or other response to a complaint in such action), Plaintiff may lift the agreed stay upon ten (10) business days' notice in writing.

4. The Parties agree that during the pendency of this stay, Defendants shall not object to including Plaintiff in any mediation with the plaintiffs in the Securities Litigation and shall not object to including Plaintiff in any mediation with any purported plaintiff in any related derivative lawsuit or any other related books and records demand proceeding. If any other party objects to including Plaintiff in any mediation, then Defendants agree to separately mediate with Plaintiff at or about the same time;

5. Within fifteen (15) days after the occurrence of any of (1) the dismissal of the Securities Action, with prejudice, by its court, and exhaustion of all appeals related thereto; or (2) the denial of any motion to dismiss the Securities Action filed by the Securities Litigation

Defendants; or (3) the lifting on this stay in accordance with Paragraph 3 of this Stipulation, the Parties shall meet and confer and submit a proposed scheduling order governing further proceedings in the Derivative Action, including the date by which Defendants must move, answer or otherwise respond to the Complaint; and

6. All deadlines, hearings, or conferences currently scheduled shall be postponed until the date and time that will be specified in the proposed scheduling order to be submitted by the Parties, or as otherwise set by the Court.

SO ORDERED this 11th day of August 2020.

s/Gerald Austin McHugh
United States District Judge

/s/ Marc J. Sonnenfeld

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